

STATE OF MAINE  
OFFICE OF SECURITIES  
121 STATE HOUSE STATION  
AUGUSTA, MAINE 04333-0121

IN RE:

American Financial Associates, Inc.  
and  
Henry L. D'Alberto

CONSENT AGREEMENT  
No. 13-9688-CAG

This document is a Consent Agreement authorized by 10 M.R.S.A. § 8003(5)(B) regarding the unlicensed activity of American Financial Associates, Inc. and Henry L. D'Alberto in the State of Maine. This Consent Agreement is entered into by and among the Administrator of the Maine Office of Securities ("the Administrator"), the Maine Office of the Attorney General ("the Attorney General"), American Financial Associates, Inc. ("AFA" or "the firm") (CRD# 29049), a broker-dealer with its principal place of business located at 1700 Northampton Street, Suite A, Easton Pennsylvania and Henry L. D'Alberto ("D'Alberto") a registered representative of AFA since November 1997.

WHEREAS, the parties agree as follows:

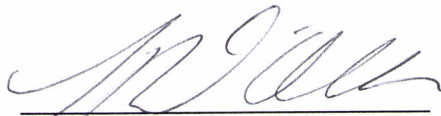
1. At all relevant times, it has been unlawful for a person to transact business in Maine as a broker-dealer unless licensed or exempt from licensing under the Maine Uniform Securities Act (the "Uniform Act") 32 M.R.S.A. §16401.
2. At all relevant times, it has been unlawful for a person to transact business in Maine as a sales representative or agent of a broker-dealer unless licensed or exempt from licensing under the Uniform Act, 32 M.R.S.A §16402.
3. AFA applied to be licensed as a broker-dealer in the State of Maine in August 2013.
4. D'Alberto applied to be licensed as a sales representative with AFA in August 2013.
5. In response to inquiries from Office of Securities staff, AFA informed the staff in October 2013 that it has one non-institutional Maine client. AFA further disclosed that D'Alberto and the firm had effected thirty-six (36) securities transactions in Maine for that client between January 2008 and December 2013. AFA was not licensed as a broker-dealer and D'Alberto was not licensed as a sales representative in Maine when these transactions were effected. These transactions resulted in compensation of \$7,637.00.
6. In effecting the securities transactions for a Maine client, AFA and D'Alberto acted in violation of 32 M.R.S.A. §§ 16401 and 16402 of the Uniform Act respectively.

7. The parties have represented to the Administrator that it was not their intention to violate the Uniform Act.
8. All parties desire an expeditious resolution of this matter.

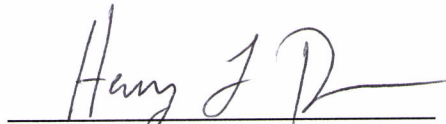
NOW THEREFORE, without trial or adjudication of any issue of fact or law, and without AFA or D'Alberto admitting or denying that their conduct violated the Maine Uniform Securities Act, it is agreed that:

1. AFA and D'Alberto will comply with all licensing and other legal requirements governing persons acting as securities broker-dealers and sales representatives in the State of Maine at all times from the date hereof;
2. AFA shall pay a civil fine in the sum of \$2,500.00, via check made payable to "Treasurer, State of Maine," due at the time the signed Consent Agreement is returned to the Office of Securities; and
3. D'Alberto shall pay a civil fine in the sum of \$500 and past registration and renewal fees in the amount of \$170, via check or checks made payable to "Treasurer, State of Maine," due at the time the signed Consent Agreement is returned to the Office of Securities; and
4. The Administrator will not take further action against AFA or D'Alberto based solely upon their unlicensed status during the period preceding and including the date of execution of this Agreement, PROVIDED, however, that this paragraph applies only to the transactions previously disclosed to the Office of Securities by AFA and D'Alberto.

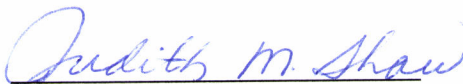
12/16/13  
Date

  
Henry R. D'Alberto, President  
American Financial Associates, Inc.

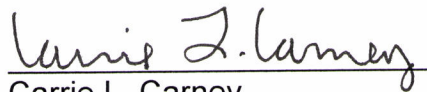
12/16/13  
Date

  
Henry L. D'Alberto

12/20/13  
Date

  
Judith M. Shaw  
Securities Administrator

12-20-13  
Date

  
Carrie L. Carney  
Assistant Attorney General